

IN THE UNITED STATE DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, et
al.,

Debtors.¹

PROMESA
Title III

No. 17 BK 3283-LTS
(Jointly Administered)

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

PUERTO RICO SALES TAX FINANCING
CORPORATION (“COFINA”),

Debtor.

PROMESA
Title III

No. 17 BK 3284-LTS

**MOTION SUBMITTING EXHIBITS AND EVIDENTIARY MATERIAL
IN COMPLIANCE WITH *ORDER REGARDING PROCEDURES FOR
ATTENDANCE, PARTICIPATION AND OBSERVATION OF JANUARY 16, 2019
HEARING REGARDING (1) THE 9019 SETTLEMENT APPROVAL MOTION, (2)
COFINA PLAN OF ADJUSTMENT CONFIRMATION MOTION, AND
(3) DISPUTE REGARDING SECTION 19.5 OF PLAN***

¹ The Debtors in these Title III cases, along with each Debtor’s respective Title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); and Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686).

TO THE HONORABLE COURT:

The Bank of New York Mellon (“BNYM”), as trustee, under the Amended and Restated Sales Tax Revenue Bond Resolution, through its undersigned counsel, in compliance with the *Order Regarding Procedures for Attendance, Participation and Observation of January 16, 2019 Hearing Regarding (1) the 9019 Settlement Approval Motion, (2) COFINA Plan of Adjustment Confirmation Motion, and (3) Dispute Regarding Section 19.5 of Plan* [Docket No. 4647] hereby proffers and files the following evidentiary materials and exhibits it intends to use during the January 16, 2019 Hearing:

1. Demonstratives.
2. July 13, 2007, Amended and Restated Sales Tax Revenue Bond Resolution.
3. April 12, 2017, Complaint in *Whitebox Multi-Strategy Partners, L.P., et al. v. Bank of New York Mellon Corp.*, No. 17 Civ. 1704 (LTS) (D.P.R.) [as attached to the Interpleader Complaint, Exh. T].
4. May 22, 2017, First Amended Complaint in *Ambac Assurance Corp. v. The Bank of New York Mellon*, No. 17 Civ. 3804 (LTS) (S.D.N.Y.).
5. May 30, 2017, *Order Granting Interpleader, Staying Pending and Future Litigation Against The Bank of New York Mellon, as Trustee, Pursuant to 28 U.S.C. § 2361, and Granting Related Relief*, [ECF No. 110 in 17-133-LTS].
6. June 6, 2017, Scheduling Order [ECF No. 154 in 17-133-LTS].
7. May 25, 2018, Proof of Claim by BNYM, as trustee, in connection with the Senior Bonds. This excludes Exhibits B through K of the Proof of Claim for purposes of efficiency. A full copy of the Proof of Claim may be found on the claims register.

8. May 25, 2018, Proof of Claim by BNYM, as trustee, in connection with the Subordinate Bonds. This excludes Exhibits B through L of the Proof of Claim for purposes of efficiency. A complete copy of the Proof of Claim may be found on the claims register.

9. November 29, 2018 Email from BNYM's Counsel to Ambac's and Whitebox's Counsel (partially redacted).

10. January 2, 2019 Declaration of Daniel P. Goldberg, with exhibits [ECF No. 412-1].

a. Exhibit A [ECF No. 412-2]

b. Exhibit B [ECF No. 412-3]

c. Exhibit C [ECF No. 412-4]

d. Exhibit D [ECF No. 412-5]

8. January 2, 2019 Declaration of Robert M. Fishman [ECF No. 413-1]

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RESPECTFULLY SUBMITTED.

Dated: January 14, 2019
San Juan, Puerto Rico

SEPULVADO, MALDONADO & COURET REED SMITH LLP

/s/ Albéniz Couret-Fuentes

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